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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

AL

LIMITED LIABILITY COMPANY

TIERRA PERUANA RESTAURANT, LLC.

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**ARTICLES OF ORGANIZATION**  
**OF**  
**TIERRA PERUANA RESTAURANT, LLC.**

We, the organizers hereof, do hereby execute these Articles of Organization of Tierra Peruana Restaurant, LLC. a limited liability company organized under and pursuant to the Provisions of Chapter 608, Florida Statutes, 1987.

**ARTICLE I - NAME**

The name of limited liability company is: Tierra Peruana Restaurant, LLC.

**ARTICLE II - EXISTENCE**

This limited liability company shall exist from the date of the filing of these articles of organization with the Department of State Tallahassee, Florida, or such other offices thereof authorized to accept same, and for a maximum period of thirty (30) years from the date of filing hereof, unless otherwise terminated prior thereto in accordance with the law.

**ARTICLE III - PURPOSE OF ORGANIZATION**

This company is organized for the express purpose of selling food and beverage and for any and all other acts or purposes permitted under Section 608-404, Florida Status, 1987 and under any and all other applicable or governing laws of the State of Florida, except as any of the foregoing acts and/ or purposes may be otherwise barred or restricted by law.

**ARTICLE IV - PLACE OF BUSINESS AND REGISTERED AGENT**

(A) Place of business: the company's place of business within the state of Florida is at the following address:

<u>Place of business</u>	<u>Mailing Address:</u>
3164 Coral Way Miami, FL 33154	3164 Coral Way Miami, FL 33154

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PAGE TWO  
ARTICLES OF ORGANIZATION  
TIERRA PERUANA RESTAURANT, LLC.

(B) Registered agent: The name and address of the Registered Agent of the company is:

Miguel M. Rondon  
7600 NW 5 Street Apt 1F  
Plantation, FL 33024

ARTICLE V - ADMISSION OF NEW MEMBERS

Unless otherwise herein specified, no new members shall be admitted to the company during the term of its existence. Additional members may be admitted only at such times and on such terms as they may unanimously agree.

ARTICLE VII-CONTINUATION AFTER INVOLUNTARY TERMINATION

In the event of termination of the company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or any other event which involuntarily terminates the company, i.e., without the consent of majority of the ownership in the company, then and in that event the remaining and/or surviving members shall be fully entitled to continue the business of the company provided that not less than a majority of the ownership interests then remaining shall have agreed to do so in writing.

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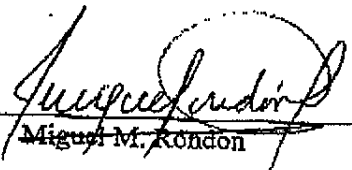
**PAGE THREE**  
**ARTICLES OF ORGANIZATION**  
**TIERRA PERUANA RESTAURANT, LLC.**

**ARTICLE VIII-MANAGEMENT OF THE COMPANY**

A) Management by Member: Unless otherwise specifically stated herein, management of the company shall be reserved to and be by the members of the company. The names of the members of the company are:

<u>Name</u>	<u>Address</u>
Miguel M. Rondon	7600 NW 5 Street Apt 1F Plantation, FL 33024
Roger F. Villar	426 NE 30 Terrace Miami, FL 33137
Felicita M Maguina	7712 NW 5 Street Apt 4F Plantation, FL 33024

IN WITNESS WHEREOF, we have hereunto affixed our respective hands and seals as organizers of this limited liability company this 19<sup>th</sup>, day of December, 2000.

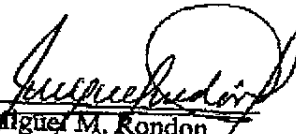
  
Miguel M. Rondon

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DIVISION OF CORPORATIONS

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above named Limited Liability Company, at the place designated in the Articles of Organization, I hereby agree to act in this capacity, and I further agree to provide the company with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 19<sup>th</sup> day of December 2000

By:   
Miguel M. Rondon

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